

408069

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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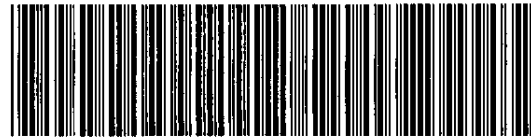
(Business Entity Name)

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EFFECTIVE DATE

NOV 30, 2011

11 NOV 15 AM 9:18

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Amend/cc  
Name/chg  
cus  
@ 11/16/11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Quail Roost Properties, Inc.

**DOCUMENT NUMBER:** 408069

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jeannie Aragon-Cruz

Name of Contact Person

Assurant Solutions

Firm/ Company

11222 Quail Roost Drive

Address

Miami, FL 33157

City/ State and Zip Code

betty.corzo@assurant.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeannie Aragon-Cruz

Name of Contact Person

at ( 305 ) 253-2244, ext. 33003

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

EFFECTIVE DATE

NOV 30, 2011

Quail Roost Properties, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

408069

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

Assurant Payment Services, Inc.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**  
(Principal office address MUST BE A STREET ADDRESS)

11222 Quail Roost Drive

Miami, FL 33157

**C. Enter new mailing address, if applicable:**  
(Mailing address MAY BE A POST OFFICE BOX)

11222 Quail Roost Drive

Miami, FL 33157

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

Same

New Registered Office Address:

N/A

(Florida street address)

\_\_\_\_\_, Florida  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

N/A  
Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**  
*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	N/A	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

Please see attached.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**  
*(if not applicable, indicate N/A)*

N/A

**SECOND ARTICLES OF AMENDMENT  
TO THE  
FIRST AMENDED ARTICLES OF INCORPORATION  
OF  
QUAIL ROOST PROPERTIES, INC.**

Pursuant to the provisions of Section 607.1001 and 607.1003 of the Florida Business Corporation Act, the undersigned corporation adopts the following Second Articles of Amendment to its First Amended Articles of Incorporation:

1. Quail Roost Properties, Inc. (the "Corporation"), was originally formed under the name H&D Graphics, Inc. The Articles of Incorporation were originally filed by the Florida Department of State on September 5<sup>th</sup>, 1972.

The First Amended Articles were filed on February 23, 1999 by the Florida Department of State to change the name of the Corporation to Quail Roost Properties, Inc. The Amendment was adopted on February 12, 1999 by the Corporation's sole shareholder pursuant to the sole shareholder's written consent executed in accordance with the Section 607.0704 of the Florida Business Corporation Act.

2. These Second Articles of Amendment to the First Amended Articles of Incorporation amend the Corporation's articles to effect the following changes:

Article I: The name of the Corporation shall be:  
ASSURANT PAYMENT SERVICES, INC.

Article II: The principal office of the Corporation shall be located at:  
11222 Quail Roost Drive, Miami, FL 33157.

Article III: The general purpose of this Corporation: is to engage in  
any lawful act or activity for which a corporation may be  
organized under the Florida Business Corporation Act.

3. Pursuant to Section 607.1003 of the Florida Business Corporation Act, the Second Articles of Amendment were recommended on November 3<sup>rd</sup>, 2011 by the Corporation's board of directors' written consent.
4. Pursuant to Section 607.0704 of the Florida Business Corporation Act, the Second Articles of Amendment were approved and adopted by a written consent of the sole shareholder on November 8<sup>th</sup>, 2011 with effect as of November 30<sup>th</sup>, 2011.
5. The sole shareholder's written consent to the Second Articles of Amendment was sufficient for approval of the Amendment by the Corporation's shareholders.

IN WITNESS WHEREOF, Quail Roost Properties, Inc. has caused these Second Articles of Amendment to the First Amended Articles of Incorporation to be executed on its behalf by the undersigned, thereunto duly authorized, on this 8<sup>th</sup> day of November, 2011.

QUAIL ROOST PROPERTIES, INC.

By: Carrie R. Rankin  
Carrie R. Rankin, President

The date of each amendment(s) adoption: November 8, 2011

Effective date if applicable: November 30, 2011  
(date of adoption is required)  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_."  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 11/14/2011

Signature \_\_\_\_\_

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Jeannie Aragon-Cruz

(Typed or printed name of person signing)

Secretary

(Title of person signing)